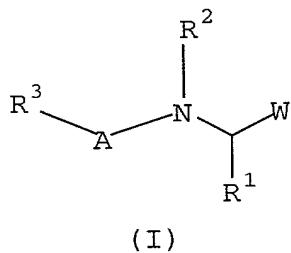


5 What we claim is:

1. A compound of Formula (I):



10 or a stereoisomer or a pharmaceutically acceptable salt form or prodrug thereof, wherein:

W is selected from the group:

- B(Y¹)(Y²),
- 15 -C(=O)C(=O)-Q,
- C(=O)C(=O)NH-Q,
- C(=O)C(=O)-O-Q,
- C(=O)CF₂C(=O)NH-Q;
- C(=O)CF₃,
- 20 -C(=O)CF₂CF₃, and
- C(=O)H;

Y¹ and Y² are independently selected from:

- a) -OH,
- 25 b) -F,
- c) -NR⁴R⁵,
- d) C₁-C₈ alkoxy, and

when taken together with B, Y¹ and Y² form:

- e) a cyclic boronic ester where said cyclic boronic ester contains from 2 to 20 carbon atoms, and, optionally, 1, 2, or 3 heteroatoms which can be N, S, or O;
- f) a cyclic boronic amide where said cyclic boronic amide contains from 2 to 20 carbon atoms and, optionally, 1, 2, or 3 heteroatoms which can be N, S, or O; or

5 g) a cyclic boronic amide-ester where said cyclic boronic amide-ester contains from 2 to 20 carbon atoms and, optionally, 1, 2, or 3 heteroatoms which can be N, S, or O;

10 Q is selected from $-(CR^6R^{6c})_p-Q^1$, $-(CR^6R^{6c})_p-Q^2$, C₂-C₄ alkenyl substituted with Q¹, C₂-C₄ alkynyl substituted with Q¹, and an amino acid residue;

15 p is 1, 2, 3 or 4;

Q¹ is selected from the group:

-CO₂R⁷, -SO₂R⁷, -SO₃R⁷, -P(O)₂R⁷, -P(O)₃R⁷,

aryl substituted with 0-4 Q^{1a}, and

20 5-6 membered heterocyclic ring system consisting of carbon atoms and 1-4 heteroatoms selected from the group: O, S, and N; optionally saturated, partially unsaturated or unsaturated; and said 5-6 membered heterocyclic ring system is substituted with 0-4 Q^{1a};

25 Q^{1a} is H, F, Cl, Br, I, -NO₂, -CN, -NCS, -CF₃, -OCF₃, -CO₂R⁸, -C(=O)NR⁸R⁹, -NHC(=O)R⁸, -SO₂R⁸, -SO₂NR⁸R⁹, -NR⁸R⁹, -OR⁸, -SR⁸, C₁-C₄ alkyl, C₁-C₄ haloalkyl, or C₁-C₄ haloalkoxy;

30 Q² is -X¹-NR¹⁰-Z, -NR¹⁰-X²-Z, or -X¹-NR¹⁰-X²-Z;

X¹ and X² are independently selected from: -C(=O)-, -S-,

35 -S(=O)-, -S(=O)₂-, -P(O)-, -P(O)₂-, and -P(O)₃-;

Z is C₁-C₄ haloalkyl,

C₁-C₄ alkyl substituted with 0-3 Z^a,

C₂-C₄ alkenyl substituted with 0-3 Z^a,

5 C₂-C₄ alkynyl substituted with 0-3 Z^a,
C₃-C₁₀ cycloalkyl substituted with 0-5 Z^b,
C₃-C₁₀ carbocycle substituted with 0-5 Z^b,
6-10 membered aryl substituted with 0-5 Z^b, or
5-10 membered heterocyclic ring system consisting of
10 carbon atoms and 1-4 heteroatoms selected from the
group: O, S, and N; optionally saturated, partially
unsaturated or unsaturated; and said 5-10 membered
heterocyclic ring system is substituted with 0-4
Z^b;

15 Z^a is H, F, Cl, Br, I, -NO₂, -CN, -NCS, -CF₃, -OCF₃,
-CO₂R⁸, -C(=O)NR⁸R⁹, -NHC(=O)R⁸, -NR⁸R⁹, -OR⁸, -SR⁸,
-S(=O)R⁸, -SO₂R⁸, -SO₂NR⁸R⁹, C₁-C₄ alkyl,
C₁-C₄ haloalkyl, C₁-C₄ haloalkoxy,

20 C₃-C₇ cycloalkyl substituted with 0-5 Z^b,
C₃-C₁₀ carbocycle substituted with 0-5 Z^b,
6-10 membered aryl substituted with 0-5 Z^b, or
5-10 membered heterocyclic ring system consisting of
25 carbon atoms and 1-4 heteroatoms selected from the
group: O, S, and N; optionally saturated, partially
unsaturated or unsaturated; and said 5-10 membered
heterocyclic ring system is substituted with 0-4
Z^b;

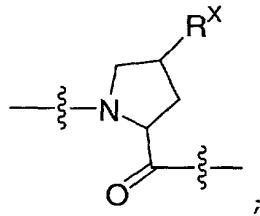
30 Z^b is H, F, Cl, Br, I, -NO₂, -CN, -NCS, -CF₃, -OCF₃,
-CO₂R⁸, -C(=O)NR⁸R⁹, -NHC(=O)R⁸, -NR⁸R⁹, -OR⁸, -SR⁸,
-S(=O)R⁸, -SO₂R⁸, -SO₂NR⁸R⁹, C₁-C₄ alkyl, C₁-C₄
haloalkyl, C₁-C₄ haloalkoxy,
C₃-C₇ cycloalkyl substituted with 0-5 Z^c,
35 C₃-C₁₀ carbocycle substituted with 0-5 Z^c,
6-10 membered aryl substituted with 0-5 Z^c, or
5-10 membered heterocyclic ring system consisting of
carbon atoms and 1-4 heteroatoms selected from the
group: O, S, and N; optionally saturated, partially

5 unsaturated or unsaturated; and said 5-10 membered heterocyclic ring system is substituted with 0-4 Z^c;

10 Z^c is H, F, Cl, Br, I, -NO₂, -CN, -NCS, -CF₃, -OCF₃, -CO₂R⁸, -C(=O)NR⁸R⁹, -NHC(=O)R⁸, -NR⁸R⁹, -OR⁸, -SR⁸, -S(=O)R⁸, -SO₂R⁸, -SO₂NR⁸R⁹, C₁-C₄ alkyl, C₁-C₄ haloalkyl, or C₁-C₄ haloalkoxy;

15 A is A²-A³, A²-A³-A⁴, A²-A³-A⁴-A⁵, A²-A³-A⁴-A⁵-A⁶, or A²-A³-A⁴-A⁵-A⁶-A⁷;

A² is a natural amino acid, a modified amino acid, an unnatural amino acid, or



20

wherein said amino acid is of either D or L configuration;

25 R^X is H, F, Cl, Br, I, -CF₃, -OCF₃, -(CH₂)_m-R¹⁶-(CH₂)_n-R¹², or -CO₂R¹²;

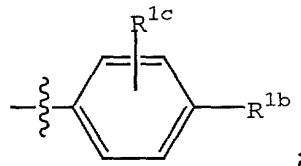
m and n are independently selected from 0, 1, 2, and 3;

30 A³, A⁴, A⁵, A⁶, and A⁷ are independently selected from an amino acid residue; wherein said amino acid residue, at each occurrence, is independently selected from a natural amino acid, a modified amino acid, or an unnatural amino acid; wherein said natural, modified or unnatural amino acid is of either D or L 35 configuration;

5 R¹ is -CH₂CH₂-R^{1a}, -CH₂CH₂CH₂-R^{1a}, -CH₂CH₂CH₂CH₂-R^{1a},
-CH₂CH₂CH₂CH₂CH₂-R^{1a}, -CH₂CH₂CH₂CH₂CH₂CH₂-R^{1a},
-CH₂CH₂CH₂CH₂CH₃, -CH₂CH₂CH₂CH₂CH₂CH₃,
-CH₂CH₂CH₂C(CH₃)₂, -CH₂CH₂CH₂C(CH₂CH₃)₂, or
-CH₂CH₂CH₂-cyclobutyl;

10

R^{1a} is



R^{1b} is selected at each occurrence from the group:

15 H, C₁-C₄ alkyl, F, Cl, Br, I, -OH, C₁-C₄ alkoxy,
phenoxy, benzyloxy, -SH, -CN, -NO₂, -C(=O)OR^{1d},
-NR^{1d}R^{1d}, -CF₃, -OCF₃, C₃-C₆ cycloalkyl, and aryl
substituted by 0-3 R^{1c};

20 R^{1c} is selected at each occurrence from the group:

methyl, ethyl, Cl, F, Br, I, OH, methoxy, ethoxy, -CN,
-NO₂, -C(=O)OR^{1d}, NR^{1d}R^{1d}, -CF₃, and -OCF₃;

R^{1d} is H, C₁-C₄ alkyl, phenyl or benzyl;

25

R² is H, C₁-C₄ alkyl, aryl, aryl(C₁-C₄ alkyl)-, or
C₃-C₆ cycloalkyl;

R³ is H, C₁-C₄ alkyl, aryl, aryl(C₁-C₄ alkyl)-, -C(=O)R¹¹,

30 -CO₂R¹¹, -C(=O)NHR¹¹, -S(=O)R¹¹, -S(=O)₂R¹¹, or
an NH₂-blocking group;

R⁴ and R⁵, are independently selected from: H, C₁-C₄ alkyl,
aryl(C₁-C₄ alkyl)-, and C₃-C₇ cycloalkyl;

35

5 R⁶ is selected from the group: H, -CO₂R⁷, -NR⁷R⁷, and C₁-C₆ alkyl substituted with 0-1 R^{6a};

R^{6a} is selected from the group: halo, -NO₂, -CN, -CF₃, -CO₂R⁷, -NR⁷R⁷, -OR⁷, -SR⁷, -C(=NH)NH₂, and aryl substituted with 0-1 R^{6b};

R^{6b} is selected from the group: -CO₂H, -NH₂, -OH, -SH, and -C(=NH)NH₂;

15 R^{6c} is H or C₁-C₄ alkyl;

R⁷ at each occurrence is independently selected from the group: H, C₁-C₄ alkyl, aryl, and aryl(C₁-C₄ alkyl)-, wherein aryl is optionally substituted with 0-3 substituents selected from -CH₃, -NO₂, -CN, -OH, -OCH₃, -SO₂CH₃, -CF₃, Cl, Br, I, and F;

20 alternatively, -NR⁷R⁷ may optionally form a 5-6 membered heterocycle consisting of carbon atoms, a nitrogen atom, and optionally a second heteroatom selected from the group: O, S, and N;

25 R⁸ and R⁹ are independently selected from H, C₁-C₄ alkyl, aryl, aryl(C₁-C₄ alkyl)-, and C₃-C₇ cycloalkyl;

30 alternatively, NR⁸R⁹ may form a 5-6 membered heterocycle consisting of carbon atoms, a nitrogen atom, and optionally a second heteroatom selected from the group: O, S, and N;

35 R¹⁰ is selected from the group: H, C₁-C₄ alkyl substituted with 0-3 R¹³, C₃-C₁₀ carbocycle substituted with 0-3 R¹³, 6-10 membered aryl substituted with 0-3 R¹³, and

5 5-10 membered heterocyclic ring system consisting of
carbon atoms and 1-4 heteroatoms selected from the
group: O, S, and N; optionally saturated, partially
unsaturated or unsaturated; said 5-10 membered
heterocyclic ring system is substituted with 0-3
10 R^{13} ;

15 R^{11} is C_1-C_4 alkyl substituted with 0-1 R^{11a} ,
6-10 membered aryl substituted with 0-2 R^{11b} , or
5-10 membered heterocyclic ring system consisting of
carbon atoms and 1-4 heteroatoms selected from the
group: O, S, and N; optionally saturated, partially
unsaturated or unsaturated; said 5-10 membered
heterocyclic ring system is substituted with 0-2
20 R^{11b} ;

25 R^{11a} is C_1-C_4 alkyl, halogen, $-OR^{14}$, $-SR^{14}$, $-NR^{14}R^{15}$, aryl,
or a 5-6 membered heterocyclic ring system containing
1, 2 or 3 heteroatoms selected from nitrogen, oxygen
and sulfur;

30 R^{11b} is $-NO_2$, $-NH_2$, $-SO_3H$, $-SO_2CH_3$, $-CO_2H$, $-CF_3$, $-OH$, $-SH$,
 $-OCF_3$, Cl, Br, I, F, $=O$, C_1-C_4 alkyl, C_1-C_4 alkoxy, C_1-
 C_4 thioalkoxy, aryl, or aryl(C_1-C_4 alkyl)-, wherein
aryl is optionally substituted with 0-3 substituents
35 selected from $-CH_3$, $-NO_2$, $-CN$, $-OH$, $-OCH_3$, $-SO_2CH_3$,
 $-CF_3$, Cl, Br, I, and F;

40 R^{12} is selected from the group: H;
 C_1-C_6 alkyl substituted with 0-3 R^{12a} ;
35 C_2-C_6 alkenyl substituted with 0-3 R^{12a} ;
 C_2-C_6 alkynyl substituted with 0-3 R^{12a} ;
 C_3-C_7 cycloalkyl substituted with 0-3 R^{12a} ;
 C_4-C_{10} (cycloalkyl-alkyl) substituted with 0-3 R^{12a} ;
45 6-10 membered aryl substituted with 0-3 R^{12a} ; and

5 5-10 membered heterocyclic ring system consisting of
carbon atoms and 1-4 heteroatoms selected from the
group: O, S, and N; optionally saturated, partially
unsaturated or unsaturated; said 5-10 membered
heterocyclic ring system is substituted with 0-2
10 R^{12a} ;

R^{12a} is independently selected from the group: C_1-C_6 alkoxy;
lower thioalkyl; sulfonyl; $-NO_2$; halogen; haloalkyl;
15 carboxyl; carboxy(lower alkyl); $-OR^{14}$; $-SR^{14}$; $-NR^{14}R^{15}$;
 $-C(=O)NR^{14}R^{15}$; $-NR^{14}C(=O)R^{15}$; $-S(=O)_2R^{14}$;
 C_1-C_6 alkyl substituted with 0-3 R^{12b} ;
 C_2-C_6 alkenyl substituted with 0-3 R^{12b} ;
 C_2-C_6 alkynyl substituted with 0-3 R^{12b} ;
 C_3-C_7 cycloalkyl substituted with 0-3 R^{12b} ;
20 C_4-C_{10} (alkylcycloalkyl) substituted with 0-3 R^{12b} ;
6-10 membered aryl substituted with 0-3 R^{12b} ; and
5-10 membered heterocyclic ring system consisting of
25 carbon atoms and 1-4 heteroatoms selected from the
group: O, S, and N; optionally saturated, partially
unsaturated or unsaturated; said 5-10 membered
heterocyclic ring system is substituted with 0-2
 R^{12b} ;

R^{12b} is independently selected from the group: C_1-C_6 alkyl;
30 C_3-C_7 cycloalkyl; C_1-C_6 alkoxy; halogen; $-OR^{14}$; $-SR^{14}$;
 $-NR^{14}R^{15}$; $-C(=O)NR^{14}R^{15}$; $-NR^{14}C(=O)R^{15}$; $-S(=O)_2R^{14}$;
 $-NO_2$; haloalkyl; carboxyl; carboxy(lower alkyl); aryl;
and 5-10 membered heterocyclic ring system consisting
35 of carbon atoms and 1-4 heteroatoms selected from
the group: O, S, and N; optionally saturated,
partially unsaturated or unsaturated; said 5-10
membered heterocyclic ring system is substituted
with C_1-C_6 alkyl;

5 R¹³ at each occurrence is independently selected from the group: H, -NO₂, -SO₂OH, -SO₂CH₃, -CF₃, Cl, Br, I, F, -NH₂, -NH(CH₃), -N(CH₃)₂, -NH(CH₂CH₃), -N(CH₂CH₃)₂, and C₁-C₄ alkyl;

10 R¹⁴ and R¹⁵ are independently selected from the group: H, C₁-C₄ alkyl, aryl, aryl(C₁-C₄ alkyl)-, and C₃-C₇ cycloalkyl;

15 R¹⁶ is a bond, -O-, -S- or -NR¹⁷-; and

R¹⁷ is H, C₁-C₄ alkyl, aryl, aryl(C₁-C₄ alkyl)-, or C₃-C₆ cycloalkyl.

20 2. A compound of Claim 1, or a stereoisomer or a

pharmaceutically acceptable salt form or prodrug thereof, wherein:

25 W is -B(Y¹)(Y²) or -C(=O)C(=O)NH-Q;

30 Y¹ and Y² are independently selected from:

- a) -OH,
- b) -F,
- c) -NR⁴R⁵,
- d) C₁-C₈ alkoxy, and

35 when taken together with B, Y¹ and Y² form:

- e) a cyclic boronic ester where said cyclic boronic ester contains from 2 to 20 carbon atoms, and, optionally, 1, 2, or 3 heteroatoms which can be N, S, or O;

35 Q is selected from -(CR⁶R^{6c})_p-Q¹,

C₂-C₄ alkenyl substituted with Q¹,

C₂-C₄ alkynyl substituted with Q¹, and an amino acid residue;

5 p is 1, 2 or 3;

Q¹ is selected from the group:

-CO₂R⁷, -SO₂R⁷, -SO₃R⁷,

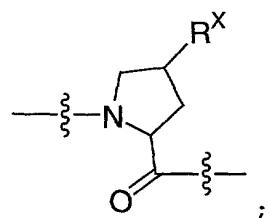
aryl substituted with 0-4 Q^{1a}, and

10 5-6 membered heterocyclic ring system consisting of
carbon atoms and 1-4 heteroatoms selected from the
group: O, S, and N; optionally saturated, partially
unsaturated or unsaturated; and said 5-6 membered
heterocyclic ring system is substituted with 0-4
15 Q^{1a};

Q^{1a} is H, F, Cl, Br, I, -NO₂, -CN, -NCS, -CF₃, -OCF₃,
-CO₂R⁸, -C(=O)NR⁸R⁹, -NHC(=O)R⁸, -SO₂R⁸, -SO₂NR⁸R⁹,
-NR⁸R⁹, -OR⁸, -SR⁸, C₁-C₄ alkyl, C₁-C₄ haloalkyl, or
20 C₁-C₄ haloalkoxy;

A is A²-A³, A²-A³-A⁴, A²-A³-A⁴-A⁵, or A²-A³-A⁴-A⁵-A⁶;

A² is a natural amino acid, a modified amino acid, an
unnatural amino acid, or



wherein said amino acid is of either D or L configuration;

30 R^X is H or -(CH₂)_m-R¹⁶-(CH₂)_n-R¹²;

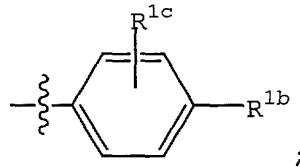
m and n are independently selected from 0, 1, or 2;

35 A³, A⁴, A⁵, and A⁶ are independently selected from an amino
acid residue wherein said amino acid residue, at each

5 occurrence, is independently selected from a natural amino acid, a modified amino acid, or an unnatural amino acid wherein said natural, modified or unnatural amino acid is of either D or L configuration;

10 R¹ is -CH₂CH₂-R^{1a}, -CH₂CH₂CH₂-R^{1a}, -CH₂CH₂CH₂CH₂-R^{1a},
-CH₂CH₂CH₂CH₂CH₂-R^{1a}, -CH₂CH₂CH₂CH₂CH₂CH₂-R^{1a},
-CH₂CH₂CH₂CH₂CH₃, -CH₂CH₂CH₂CH₂CH₂CH₃,
-CH₂CH₂CH₂C(CH₃)₂, -CH₂CH₂CH₂C(CH₂CH₃)₂, or
-CH₂CH₂CH₂-cyclobutyl;

15 R^{1a} is



R^{1b} is selected at each occurrence from the group:

20 H, C₁-C₄ alkyl, F, Cl, Br, I, -OH, C₁-C₄ alkoxy, phenoxy, benzyloxy, -SH, -CN, -NO₂, -C(=O)OR^{1d}, -NR^{1d}R^{1d}, -CF₃, -OCF₃, C₃-C₆ cycloalkyl, and aryl substituted by 0-3 R^{1c};

25 R^{1c} is selected at each occurrence from the group:
methyl, ethyl, Cl, F, Br, I, OH, methoxy, ethoxy, -CN, -NO₂, -C(=O)OR^{1d}, NR^{1d}R^{1d}, -CF₃, and -OCF₃;

R^{1d} is H, C₁-C₄ alkyl, phenyl or benzyl;

30 R² is H, C₁-C₄ alkyl, aryl, aryl(C₁-C₄ alkyl)-, or C₃-C₆ cycloalkyl;

35 R³ is H, C₁-C₄ alkyl, aryl, aryl(C₁-C₄ alkyl)-, -C(=O)R¹¹, -CO₂R¹¹, -C(=O)NHR¹¹, -S(=O)R¹¹, -S(=O)₂R¹¹, or an NH₂-blocking group;

R⁴ and R⁵, are independently selected from: H, C₁-C₄ alkyl, aryl(C₁-C₄ alkyl)-, and C₃-C₇ cycloalkyl;

R⁶ is selected from the group: H, -CO₂R⁷, -NR⁷R⁷, and C₁-C₆ alkyl substituted with 0-1 R^{6a};

R^{6a} is selected from the group: halo, -NO₂, -CN, -CF₃, -CO₂R⁷, -NR⁷R⁷, -OR⁷, -SR⁷, -C(=NH)NH₂, and aryl substituted with 0-1 R^{6b};

R^{6b} is selected from the group: -CO₂H, -NH₂, -OH, -SH, and -C(=NH)NH₂;

R^{6c} is H or C₁-C₄ alkyl;

R⁷ at each occurrence is independently selected from the group: H, C₁-C₄ alkyl, aryl, and aryl(C₁-C₄ alkyl)-, wherein aryl is optionally substituted with 0-3 substituents selected from -CH₃, -NO₂, -CN, -OH, -OCH₃, -SO₂CH₃, -CF₃, Cl, Br, I, and F;

alternatively, -NR⁷R⁷ may optionally form a 5-6 membered heterocycle consisting of carbon atoms, a nitrogen atom, and optionally a second heteroatom selected from the group: O, S, and N;

R⁸ and R⁹ are independently selected from H, C₁-C₄ alkyl, aryl(C₁-C₄ alkyl)-, and C₃-C₇ cycloalkyl;

alternatively, NR⁸R⁹ may form a 5-6 membered heterocycle consisting of carbon atoms, a nitrogen atom, and optionally a second heteroatom selected from the group: O, S, and N;

5 R¹¹ is C₁-C₄ alkyl substituted with 0-1 R^{11a},
6-10 membered aryl substituted with 0-2 R^{11b}, or
5-10 membered heterocyclic ring system consisting of
carbon atoms and 1-4 heteroatoms selected from the
group: O, S, and N; optionally saturated, partially
10 unsaturated or unsaturated; said 5-10 membered
heterocyclic ring system is substituted with 0-2
R^{11b};

15 R^{11a} is C₁-C₄ alkyl, halogen, -OR¹⁴, -SR¹⁴, -NR¹⁴R¹⁵, aryl,
or a 5-6 membered heterocyclic ring system containing
1, 2 or 3 heteroatoms selected from nitrogen, oxygen
and sulfur;

20 R^{11b} is -NO₂, -NH₂, -SO₃H, -SO₂CH₃, -CO₂H, -CF₃, -OH, -SH,
-OCF₃, Cl, Br, I, F, =O, C₁-C₄ alkyl, C₁-C₄ alkoxy, C₁-
C₄ thioalkoxy, aryl, or aryl(C₁-C₄ alkyl)-, wherein
aryl is optionally substituted with 0-3 substituents
selected from -CH₃, -NO₂, -CN, -OH, -OCH₃, -SO₂CH₃,
-CF₃, Cl, Br, I, and F;

25 R¹² is selected from the group: H;
C₁-C₆ alkyl substituted with 0-3 R^{12a};
C₂-C₆ alkenyl substituted with 0-3 R^{12a};
C₂-C₆ alkynyl substituted with 0-3 R^{12a};
30 C₃-C₇ cycloalkyl substituted with 0-3 R^{12a};
C₄-C₁₀ (cycloalkyl-alkyl) substituted with 0-3 R^{12a};
6-10 membered aryl substituted with 0-3 R^{12a}; and
5-10 membered heterocyclic ring system consisting of
35 carbon atoms and 1-4 heteroatoms selected from the
group: O, S, and N; optionally saturated, partially
unsaturated or unsaturated; said 5-10 membered
heterocyclic ring system is substituted with 0-2
R^{12a};

5 R^{12a} is independently selected from the group: C₁-C₆ alkoxy; lower thioalkyl; sulfonyl; -NO₂; halogen; haloalkyl; carboxyl; carboxy(lower alkyl); -OR¹⁴; -SR¹⁴; -NR¹⁴R¹⁵; -C(=O)NR¹⁴R¹⁵; -NR¹⁴C(=O)R¹⁵; -S(=O)₂R¹⁴; C₁-C₆ alkyl substituted with 0-3 R^{12b};

10 C₂-C₆ alkenyl substituted with 0-3 R^{12b}; C₂-C₆ alkynyl substituted with 0-3 R^{12b}; C₃-C₇ cycloalkyl substituted with 0-3 R^{12b}; C₄-C₁₀ (alkylcycloalkyl) substituted with 0-3 R^{12b}; 6-10 membered aryl substituted with 0-3 R^{12b}; and

15 5-10 membered heterocyclic ring system consisting of carbon atoms and 1-4 heteroatoms selected from the group: O, S, and N; optionally saturated, partially unsaturated or unsaturated; said 5-10 membered heterocyclic ring system is substituted with 0-2 R^{12b};

20 R^{12b} is independently selected from the group: C₁-C₆ alkyl; C₃-C₇ cycloalkyl; C₁-C₆ alkoxy; halogen; -OR¹⁴; -SR¹⁴; -NR¹⁴R¹⁵; -C(=O)NR¹⁴R¹⁵; -NR¹⁴C(=O)R¹⁵; -S(=O)₂R¹⁴; -NO₂; haloalkyl; carboxyl; carboxy(lower alkyl); aryl; and 5-10 membered heterocyclic ring system consisting of carbon atoms and 1-4 heteroatoms selected from the group: O, S, and N; optionally saturated, partially unsaturated or unsaturated; said 5-10 membered heterocyclic ring system is substituted with C₁-C₆ alkyl;

25 R¹⁴ and R¹⁵ are independently selected from the group: H, C₁-C₄ alkyl, aryl, aryl(C₁-C₄ alkyl)-, and C₃-C₇ cycloalkyl;

30 R¹⁶ is a bond, -O-, -S- or -NR¹⁷-; and

35 R¹⁷ is H, C₁-C₄ alkyl, aryl, aryl(C₁-C₄ alkyl)-, or

5 C₃-C₆ cycloalkyl.

3. A compound of Claim 2, or a stereoisomer or a pharmaceutically acceptable salt form or prodrug thereof, wherein:

10

W is -B(Y¹)(Y²);

Y¹ and Y² are independently selected from:

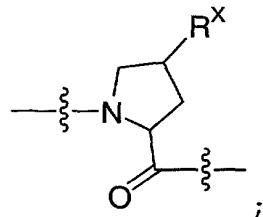
- 15 a) -OH,
- b) -F,
- c) C₁-C₈ alkoxy, and

when taken together with B, Y¹ and Y² form:

- 20 d) a cyclic boronic ester where said cyclic boronic ester contains from 2 to 16 carbon atoms, and, optionally, 1, 2, or 3 heteroatoms which can be N, S, or O;

A is A²-A³, A²-A³-A⁴, A²-A³-A⁴-A⁵, or A²-A³-A⁴-A⁵-A⁶;

25 A² is Ala, Arg, Asn, Asp, Aze, Cys, Gln, Glu, Gly, His, Hyp, Ile, Leu, Lys, Met, Orn, Phe, Pro, Sar, Ser, Thr, Trp, Tyr, Val, Abu, Alg, Ape, Cha, Cpa, Cpg, Dfb, Dpa, Gla, Irg, HomoLys, Phe(4-fluoro), Tpa, Asp(OMe), Glu(OMe), Hyp(OMe), Asp(O^tBu), Glu(O^tBu), Hyp(O^tBu),
30 Thr(O^tBu), Asp(OBzl), Glu(OBzl), Hyp(OBzl), Thr(OBzl), cyclohexylglycine, cyclohexylalanine, cyclopropylglycine, t-butylglycine, phenylglycine, 3,3-diphenylalanine, or



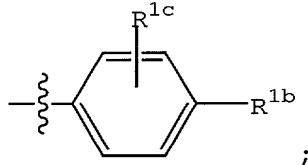
5 A³, A⁴, A⁵, and A⁶ are independently selected from an amino acid residue wherein said amino acid residue, at each occurrence, is independently selected from the group: Ala, Arg, Asn, Asp, Aze, Cys, Gln, Glu, Gly, His, Hyp, Ile, Leu, Lys, Met, Orn, Phe, Pro, Sar, Ser, Thr, Trp, 10 Tyr, Val, Abu, Alg, Ape, Cha, Cpa, Cpg, Dfb, Dpa, Gla, Irg, Homolys, Phe(4-fluoro), Tpa, Asp(OMe), Glu(OMe), Hyp(OMe), Asp(O^tBu), Glu(O^tBu), Hyp(O^tBu), Thr(O^tBu), Asp(OBzl), Glu(OBzl), Hyp(OBzl), Thr(OBzl), 15 cyclohexylglycine, cyclohexylalanine, cyclopropylglycine, t-butylglycine, phenylglycine, and 3,3-diphenylalanine;

R^X is H or -(CH₂)_m-R¹⁶-(CH₂)_n-R¹²;

20 m and n are independently selected from 0, 1, or 2;

R¹ is -CH₂CH₂-R^{1a}, -CH₂CH₂CH₂CH₂-R^{1a}, or -CH₂CH₂CH₂CH₂CH₂-R^{1a}.

R^{1a} is



25 ;

R^{1b} is selected at each occurrence from the group:

30 H, C₁-C₄ alkyl, F, Cl, Br, I, -OH, C₁-C₄ alkoxy, phenoxy, benzyloxy, -SH, -CN, -NO₂, -C(=O)OR^{1d}, -NR^{1d}R^{1d}, -CF₃, -OCF₃, C₃-C₆ cycloalkyl, and aryl substituted by 0-3 R^{1c};

35 R^{1c} is selected at each occurrence from the group: methyl, ethyl, Cl, F, Br, I, OH, methoxy, ethoxy, -CN, -NO₂, -C(=O)OR^{1d}, NR^{1d}R^{1d}, -CF₃, and -OCF₃;

R^{1d} is H, C₁-C₄ alkyl, phenyl or benzyl;

R² is H, C₁-C₄ alkyl, phenyl or benzyl;

R³ is H, C₁-C₄ alkyl, aryl, aryl(C₁-C₄ alkyl)-, -C(=O)R¹¹, -CO₂R¹¹, -C(=O)NHR¹¹, or an NH₂-blocking group;

R¹¹ is C₁-C₄ alkyl substituted with 0-1 R^{11a}, 6-10 membered aryl substituted with 0-2 R^{11b}, or 5-10 membered heterocyclic ring system consisting of carbon atoms and 1-4 heteroatoms selected from the group: O, S, and N; optionally saturated, partially unsaturated or unsaturated; said 5-10 membered heterocyclic ring system is substituted with 0-2 R^{11b};

R^{11a} is C₁-C₄ alkyl, halogen, -OR¹⁴, -SR¹⁴, -NR¹⁴R¹⁵, aryl, or a 5-6 membered heterocyclic ring system containing 1, 2 or 3 heteroatoms selected from nitrogen, oxygen and sulfur;

R^{11b} is -NO₂, -NH₂, -SO₃H, -SO₂CH₃, -CO₂H, -CF₃, -OH, -SH, -OCF₃, Cl, Br, I, F, =O, C₁-C₄ alkyl, C₁-C₄ alkoxy, C₁-C₄ thioalkoxy, aryl, or aryl(C₁-C₄ alkyl)-, wherein aryl is optionally substituted with 0-3 substituents selected from -CH₃, -NO₂, -CN, -OH, -OCH₃, -SO₂CH₃, -CF₃, Cl, Br, I, and F;

R¹² is selected from the group: H; C₁-C₆ alkyl substituted with 0-3 R^{12a}; C₂-C₆ alkenyl substituted with 0-3 R^{12a}; C₂-C₆ alkynyl substituted with 0-3 R^{12a}; C₃-C₇ cycloalkyl substituted with 0-3 R^{12a}; C₄-C₁₀ (cycloalkyl-alkyl) substituted with 0-3 R^{12a}; 6-10 membered aryl substituted with 0-3 R^{12a}; and

5 5-10 membered heterocyclic ring system consisting of
carbon atoms and 1-4 heteroatoms selected from the
group: O, S, and N; optionally saturated, partially
unsaturated or unsaturated; said 5-10 membered
heterocyclic ring system is substituted with 0-2
10 R^{12a} ;

R^{12a} is independently selected from the group: C_1-C_6 alkoxy;
lower thioalkyl; sulfonyl; $-NO_2$; halogen; haloalkyl;
carboxyl; carboxy(lower alkyl); $-OR^{14}$; $-SR^{14}$; $-NR^{14}R^{15}$;
15 $-C(=O)NR^{14}R^{15}$; $-NR^{14}C(=O)R^{15}$; $-S(=O)_2R^{14}$;
 C_1-C_6 alkyl substituted with 0-3 R^{12b} ;
 C_2-C_6 alkenyl substituted with 0-3 R^{12b} ;
 C_2-C_6 alkynyl substituted with 0-3 R^{12b} ;
 C_3-C_7 cycloalkyl substituted with 0-3 R^{12b} ;
20 C_4-C_{10} (alkylcycloalkyl) substituted with 0-3 R^{12b} ;
6-10 membered aryl substituted with 0-3 R^{12b} ; and
5-10 membered heterocyclic ring system consisting of
25 carbon atoms and 1-4 heteroatoms selected from the
group: O, S, and N; optionally saturated, partially
unsaturated or unsaturated; said 5-10 membered
heterocyclic ring system is substituted with 0-2
 R^{12b} ;

R^{12b} is independently selected from the group: C_1-C_6 alkyl;
30 C_3-C_7 cycloalkyl; C_1-C_6 alkoxy; halogen; $-OR^{14}$; $-SR^{14}$;
 $-NR^{14}R^{15}$; $-C(=O)NR^{14}R^{15}$; $-NR^{14}C(=O)R^{15}$; $-S(=O)_2R^{14}$;
 $-NO_2$; haloalkyl; carboxyl; carboxy(lower alkyl); and
35 5-10 membered heterocyclic ring system consisting of
carbon atoms and 1-4 heteroatoms selected from the
group: O, S, and N; optionally saturated, partially
unsaturated or unsaturated; said 5-10 membered
heterocyclic ring system is substituted with C_1-C_6
alkyl;

5 R¹⁴ and R¹⁵ are independently selected from the group: H,
C₁-C₄ alkyl, aryl, aryl(C₁-C₄ alkyl)-, and C₃-C₇
cycloalkyl;

10 R¹⁶ is a bond, -O-, -S- or -NR¹⁷-; and

15 R¹⁷ is H, C₁-C₄ alkyl, aryl or aryl(C₁-C₄ alkyl).

4. A compound of Claim 3, or a stereoisomer or a
pharmaceutically acceptable salt form or prodrug thereof,
15 wherein:

W is -B(Y¹)(Y²);

Y¹ and Y² are independently selected from:

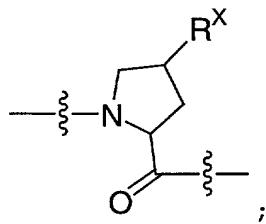
20 a) -OH,
b) C₁-C₆ alkoxy, or

when taken together with B, Y¹ and Y² form:

25 d) a cyclic boronic ester where said cyclic boronic
ester contains from 2 to 16 carbon atoms;

A is A²-A³-A⁴, A²-A³-A⁴-A⁵, or A²-A³-A⁴-A⁵-A⁶;

30 A² is Ala, Arg, Asn, Asp, Aze, Cys, Gln, Glu, Gly, His,
Hyp, Ile, Leu, Lys, Met, Orn, Phe, Pro, Sar, Ser, Thr,
Trp, Tyr, Val, Abu, Alg, Ape, Cha, Cpa, Cpg, Dfb, Dpa,
Gla, Irg, HomoLys, Phe(4-fluoro), Tpa, Asp(OMe),
Glu(OMe), Hyp(OMe), Asp(O^tBu), Glu(O^tBu), Hyp(O^tBu),
Thr(O^tBu), Asp(OBzl), Glu(OBzl), Hyp(OBzl), Thr(OBzl),
cyclohexylglycine, cyclohexylalanine,
35 cyclopropylglycine, t-butylglycine, phenylglycine,
3,3-diphenylalanine, or



A³, A⁴, A⁵, and A⁶ are independently selected from an amino acid residue wherein said amino acid residue, at each occurrence, is independently selected from the group:

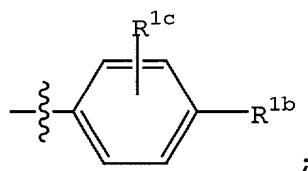
10 Ala, Arg, Asn, Asp, Aze, Cys, Gln, Glu, Gly, His, Hyp, Ile, Leu, Lys, Met, Orn, Phe, Pro, Sar, Ser, Thr, Trp, Tyr, Val, Abu, Alg, Ape, Cha, Cpa, Cpg, Dfb, Dpa, Gla, Irg, Homolys, Phe(4-fluoro), Tpa, Asp(OMe), Glu(OMe), Hyp(OMe), Asp(O^tBu), Glu(O^tBu), Hyp(O^tBu), Thr(O^tBu),
 15 Asp(OBzl), Glu(OBzl), Hyp(OBzl), Thr(OBzl), cyclohexylglycine, cyclohexylalanine, cyclopropylglycine, t-butylglycine, phenylglycine, and 3,3-diphenylalanine;

20 R^X is H or -(CH₂)_m-R^{1a}-(CH₂)_n-R^{1a};

m and n are independently selected from 0, 1, or 2;

25 R¹ is -CH₂CH₂-R^{1a}, -CH₂CH₂CH₂CH₂-R^{1a}, or -CH₂CH₂CH₂CH₂CH₂-R^{1a}.

R^{1a} is



R^{1b} is selected at each occurrence from the group:

30 H, C₁-C₄ alkyl, F, Cl, Br, I, -OH, C₁-C₄ alkoxy, phenoxy, benzyloxy, -SH, -CN, -NO₂, -C(=O)OR^{1d}, -NR^{1d}R^{1d}, -CF₃, -OCF₃, C₃-C₆ cycloalkyl, and aryl substituted by 0-3 R^{1c};

5 group: O, S, and N; optionally saturated, partially unsaturated or unsaturated; said 5-10 membered heterocyclic ring system is substituted with 0-2 R^{12a};

10 R^{12a} is independently selected from the group: -NO₂; halogen; haloalkyl; carboxyl; carboxy(lower alkyl); -OR¹⁴; -SR¹⁴; -NR¹⁴R¹⁵; -C(=O)NR¹⁴R¹⁵; -NR¹⁴C(=O)R¹⁵;

15 C₁-C₄ alkyl substituted with 0-2 R^{12b};

20 phenyl substituted with 0-3 R^{12b}; and

25 5-6 membered heterocyclic ring system consisting of carbon atoms and 1-4 heteroatoms selected from the group: O, S, and N; optionally saturated, partially unsaturated or unsaturated; said 5-6 membered heterocyclic ring system is substituted with 0-2 R^{12b};

30 R^{12b} is independently selected from the group: C₁-C₄ alkyl;

35 C₃-C₆ cycloalkyl; F; Cl; Br; I; -OR¹⁴; -SR¹⁴;

40 -NR¹⁴R¹⁵; -C(=O)NR¹⁴R¹⁵; -NR¹⁴C(=O)R¹⁵; -S(=O)₂R¹⁴;

45 -NO₂; haloalkyl; carboxyl; carboxy(lower alkyl); and

50 5-6 membered heterocyclic ring system consisting of carbon atoms and 1-4 heteroatoms selected from the group: O, S, and N; optionally saturated, partially unsaturated or unsaturated; said 5-6 membered heterocyclic ring system is substituted with C₁-C₆ alkyl;

55 R¹⁴ and R¹⁵ are independently selected from the group: H, C₁-C₄ alkyl, phenyl and benzyl;

60 R¹⁶ is a bond, -O-, -S- or -NR¹⁷-; and

65 R¹⁷ is H, methyl, ethyl, propyl, butyl, phenyl or benzyl.

R^{1c} is selected at each occurrence from the group: methyl, ethyl, Cl, F, Br, I, OH, methoxy, ethoxy, -CN, -NO₂, -C(=O)OR^{1d}, NR^{1d}R^{1d}, -CF₃, and -OCF₃;

10 R^{1d} is H, C₁-C₄ alkyl, phenyl or benzyl;

R² is H, methyl, ethyl, propyl, or butyl;

15 R³ is H, C₁-C₄ alkyl, aryl, aryl(C₁-C₄ alkyl)-, -C(=O)R¹¹, -CO₂R¹¹, -C(=O)NHR¹¹ or acetyl;

20 R¹¹ is C₁-C₄ alkyl substituted with 0-1 R^{11a}, phenyl substituted with 0-2 R^{11b}, or 5-6 membered heterocyclic ring system consisting of carbon atoms and 1-4 heteroatoms selected from the group: O, S, and N; optionally saturated, partially unsaturated or unsaturated; said 5-6 membered heterocyclic ring system is substituted with 0-2 R^{11b};

25 R^{11a} is C₁-C₄ alkyl, halogen, -OR¹⁴, -SR¹⁴, -NR¹⁴R¹⁵, phenyl, or a 5-6 membered heterocyclic ring system containing 1, 2 or 3 heteroatoms selected from nitrogen, oxygen and sulfur;

30 R^{11b} is -NO₂, -NH₂, -SO₃H, -SO₂CH₃, -CO₂H, -CF₃, -OH, -SH, -OCF₃, Cl, Br, I, F, =O, methyl, ethyl, propyl, butyl, -OCH₃, -OCH₂CH₃, -SCH₃, -SCH₂CH₃, phenyl, or benzyl;

35 R¹² is selected from the group: H, C₁-C₄ alkyl substituted with 0-2 R^{12a}, 6-10 membered substituted with 0-3 R^{12a}; and 5-10 membered heterocyclic ring system consisting of carbon atoms and 1-4 heteroatoms selected from the

5 5. A compound of Claim 4, or a stereoisomer or a pharmaceutically acceptable salt form or prodrug thereof, wherein:

10 W is -B(Y¹)(Y²);

Y¹ and Y² are independently selected from:

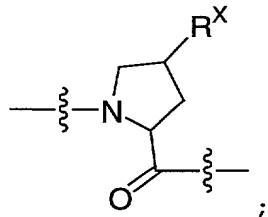
- a) -OH,
- b) C₁-C₆ alkoxy, or

when taken together with B, Y¹ and Y² form:

15 d) a cyclic boronic ester where said cyclic boronic ester contains from 2 to 14 carbon atoms;

A is A²-A³-A⁴, A²-A³-A⁴-A⁵, or A²-A³-A⁴-A⁵-A⁶;

20 A² is Ala, Arg, Asn, Asp, Aze, Cys, Gln, Glu, Gly, His, Hyp, Ile, Leu, Lys, Met, Orn, Phe, Pro, Sar, Ser, Thr, Trp, Tyr, Val, Abu, Alg, Ape, Cha, Cpa, Cpg, Dfb, Dpa, Gla, Irg, Homolys, Phe(4-fluoro), Tpa, Asp(OMe), Glu(OMe), Hyp(OMe), Asp(O^tBu), Glu(O^tBu), Hyp(O^tBu), Thr(O^tBu), Asp(OBzl), Glu(OBzl), Hyp(OBzl), Thr(OBzl), 25 cyclohexylglycine, cyclohexylalanine, cyclopropylglycine, t-butylglycine, phenylglycine, 3,3-diphenylalanine, or



A³, A⁴, A⁵, and A⁶ are independently selected from an amino acid residue wherein said amino acid residue, at each occurrence, is independently selected from the group:

35 Ala, Arg, Asn, Asp, Aze, Cys, Gln, Glu, Gly, His, Hyp, Ile, Leu, Lys, Met, Orn, Phe, Pro, Sar, Ser, Thr, Trp,

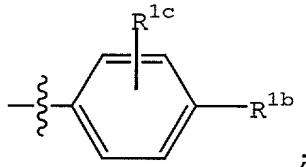
5 Tyr, Val, Abu, Alg, Ape, Cha, Cpa, Cpg, Dfb, Dpa, Gla,
Irg, Homolys, Phe(4-fluoro), Tpa, Asp(OMe), Glu(OMe),
Hyp(OMe), Asp(O^tBu), Glu(O^tBu), Hyp(O^tBu), Thr(O^tBu),
Asp(OBzl), Glu(OBzl), Hyp(OBzl), Thr(OBzl),
cyclohexylglycine, cyclohexylalanine,
10 cyclopropylglycine, t-butylglycine, phenylglycine, and
3,3-diphenylalanine;

R^X is H or -(CH₂)_m-R¹⁶-(CH₂)_n-R¹²;

15 m and n are independently selected from 0 or 1;

R¹ is -CH₂CH₂-R^{1a} or -CH₂CH₂CH₂CH₂-R^{1a};

R^{1a} is



R^{1b} is selected at each occurrence from the group:

H, C₁-C₄ alkyl, F, Cl, Br, I, -OH, C₁-C₄ alkoxy,
phenoxy, benzyloxy, -SH, -CN, -NO₂, -C(=O)OR^{1d},
25 -NR^{1d}R^{1d}, -CF₃, -OCF₃, C₃-C₆ cycloalkyl, and aryl
substituted by 0-3 R^{1c};

R^{1c} is selected at each occurrence from the methyl, ethyl,
Cl, F, Br, I, OH, methoxy, ethoxy, -CN, -NO₂,
30 -C(=O)OR^{1d}, NR^{1d}R^{1d}, -CF₃, and -OCF₃;

R^{1d} is H, methyl, ethyl, propyl, butyl, phenyl or benzyl;

R² is H or methyl;

35

R³ is H, methyl, ethyl, propyl, butyl, phenyl, benzyl,
-C(=O)R¹¹, -CO₂R¹¹, -C(=O)NHR¹¹ or acetyl;

R¹¹ is C₁-C₄ alkyl substituted with 0-1 R^{11a}, phenyl substituted with 0-2 R^{11b}, or 5-6 membered heterocyclic ring system consisting of carbon atoms and 1-4 heteroatoms selected from the group: O, S, and N; optionally saturated, partially unsaturated or unsaturated; said 5-6 membered heterocyclic ring system is substituted with 0-2 R^{11b};

15 R^{11a} is methyl, ethyl, propyl, butyl, F, Cl, Br, Cl, -OH, -OCH₃, -SH, -SCH₃, -NH₂, -NHCH₃, -N(CH₃)₂, phenyl, or a 5-6 membered heterocyclic ring system containing 1, 2 or 3 heteroatoms selected from nitrogen, oxygen and sulfur;

20 R^{11b} is -NO₂, -NH₂, -SO₃H, -SO₂CH₃, -CO₂H, -CF₃, -OH, -SH, -OCF₃, Cl, Br, I, F, =O, methyl, ethyl, propyl, butyl, -OCH₃, -OCH₂CH₃, -SCH₃, -SCH₂CH₃, phenyl, or benzyl;

25 R¹² is selected from the group: H; C₁-C₄ alkyl substituted with 0-2 R^{12a}; 6-10 membered aryl substituted with 0-3 R^{12a}; and 5-10 membered heterocyclic ring system consisting of carbon atoms and 1-4 heteroatoms selected from the group: O, S, and N; optionally saturated, partially unsaturated or unsaturated; said 5-10 membered heterocyclic ring system is substituted with 0-2 R^{12a};

30 35 R^{12a} is independently selected from the group: -NO₂; halogen; haloalkyl; carboxyl; carboxy(lower alkyl); -OR¹⁴; -SR¹⁴; -NR¹⁴R¹⁵; -C(=O)NR¹⁴R¹⁵; -NR¹⁴C(=O)R¹⁵; C₁-C₄ alkyl substituted with 0-3 R^{12b}; phenyl substituted with 0-3 R^{12b}; and

5 5-6 membered heterocyclic ring system consisting of
carbon atoms and 1-4 heteroatoms selected from the
group: O, S, and N; optionally saturated, partially
unsaturated or unsaturated;

10 R^{12b} is independently selected from the group: C₁-C₄ alkyl;
C₃-C₆ cycloalkyl; F; Cl; Br; I; -OR¹⁴; -SR¹⁴;
-NR¹⁴R¹⁵; -C(=O)NR¹⁴R¹⁵; -NR¹⁴C(=O)R¹⁵; -S(=O)₂R¹⁴;
-NO₂; haloalkyl; carboxyl; carboxy(lower alkyl); and
15 5-6 membered heterocyclic ring system consisting of
carbon atoms and 1-4 heteroatoms selected from the
group: O, S, and N; optionally saturated, partially
unsaturated or unsaturated;

20 R¹⁴ and R¹⁵ are independently selected from the group: H,
methyl, ethyl, propyl, butyl, phenyl, and benzyl;

R¹⁶ is a bond, -O-, -S- or -NR¹⁷-; and

R¹⁷ is H, methyl, ethyl, propyl, butyl, phenyl, or benzyl.

25 6. A compound of Claim 5, or a stereoisomer or a
pharmaceutically acceptable salt form or prodrug thereof,
wherein:

30 W is -B(Y¹)(Y²);

Y¹ and Y² are independently selected from:

- a) -OH,
- b) C₁-C₆ alkoxy, or

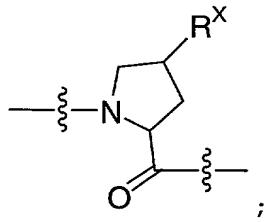
35 when taken together with B, Y¹ and Y² form:

- c) a cyclic boronic ester where said cyclic boronic
ester is formed from the group: pinanediol,
pinacol, 1,2-ethanediol, 1,3-propanediol, 1,2-
propanediol, 2,3-butanediol, 1,2-
40 diisopropylethanediol, 5,6-decanediol, 1,2-

5 dicyclohexylethanediol, diethanolamine, and 1,2-diphenyl-1,2-ethanediol;

A is A²-A³-A⁴, A²-A³-A⁴-A⁵, or A²-A³-A⁴-A⁵-A⁶;

10 A² is Ala, Arg, Asn, Asp, Aze, Cys, Gln, Glu, Gly, His, Hyp, Ile, Leu, Lys, Met, Orn, Phe, Pro, Sar, Ser, Thr, Trp, Tyr, Val, Abu, Alg, Ape, Cha, Cpa, Cpg, Dfb, Dpa, Gla, Irg, Homolys, Phe(4-fluoro), Tpa, Asp(OMe), Glu(OMe), Hyp(OMe), Asp(O^tBu), Glu(O^tBu), Hyp(O^tBu),
15 Thr(O^tBu), Asp(OBzl), Glu(OBzl), Hyp(OBzl), Thr(OBzl), cyclohexylglycine, cyclohexylalanine, cyclopropylglycine, t-butylglycine, phenylglycine, 3,3-diphenylalanine, or



A³, A⁴, A⁵, and A⁶ are independently selected from an amino acid residue wherein said amino acid residue, at each occurrence, is independently selected from the group:

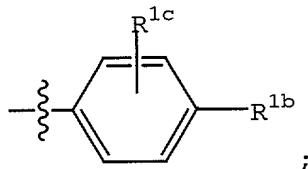
25 Ala, Arg, Asn, Asp, Aze, Cys, Gln, Glu, Gly, His, Hyp, Ile, Leu, Lys, Met, Orn, Phe, Pro, Sar, Ser, Thr, Trp, Tyr, Val, Abu, Alg, Ape, Cha, Cpa, Cpg, Dfb, Dpa, Gla, Irg, Homolys, Phe(4-fluoro), Tpa, Asp(OMe), Glu(OMe), Hyp(OMe), Asp(O^tBu), Glu(O^tBu), Hyp(O^tBu), Thr(O^tBu),
30 Asp(OBzl), Glu(OBzl), Hyp(OBzl), Thr(OBzl), cyclohexylglycine, cyclohexylalanine, cyclopropylglycine, t-butylglycine, phenylglycine, and 3,3-diphenylalanine;

35 R^X is H, or -(CH₂)_m-R¹⁶-(CH₂)_n-R¹²;

m and n are independently selected from 0 or 1;

R¹ is -CH₂CH₂-R^{1a} or -CH₂CH₂CH₂CH₂-R^{1a};

R^{1a} is



R^{1b} is selected at each occurrence from the group:

H, C₁-C₄ alkyl, F, Cl, Br, I, -OH, C₁-C₄ alkoxy, phenoxy, benzyloxy, -SH, -CN, -NO₂, -C(=O)OR^{1d}, -NR^{1d}R^{1d}, -CF₃, -OCF₃, C₃-C₆ cycloalkyl, and aryl substituted by 0-3 R^{1c};

R^{1c} is selected at each occurrence from the methyl, ethyl, Cl, F, Br, I, OH, methoxy, ethoxy, -CN, -NO₂, -C(=O)OR^{1d}, NR^{1d}R^{1d}, -CF₃, and -OCF₃;

R^{1d} is H, methyl, ethyl, propyl, butyl, phenyl or benzyl;

R² is H or methyl;

R³ is H, methyl, ethyl propyl, butyl, phenyl, benzyl, -C(=O)R¹¹, -CO₂R¹¹, -C(=O)NHR¹¹ or acetyl;

R¹¹ is C₁-C₄ alkyl substituted with 0-1 R^{11a}, phenyl substituted with 0-2 R^{11b}, or 30 5-6 membered heterocyclic ring system consisting of carbon atoms and 1-4 heteroatoms selected from the group: O, S, and N; optionally saturated, partially unsaturated or unsaturated; said 5-6 membered heterocyclic ring system is substituted with 0-2 R^{11b};

5 R^{11a} is methyl, ethyl propyl, butyl, F, Cl, Br, Cl, -OH,
-OCH₃, -SH, -SCH₃, -NH₂, -NHCH₃, -N(CH₃)₂, phenyl, or a
5-6 membered heterocyclic ring system containing 1, 2
or 3 heteroatoms selected from nitrogen, oxygen and
sulfur;

10

R^{11b} is -NO₂, -NH₂, -SO₃H, -SO₂CH₃, -CO₂H, -CF₃, -OH, -SH,
-OCF₃, Cl, Br, I, F, =O, methyl, ethyl, propyl, butyl,
-OCH₃, -OCH₂CH₃, -SCH₃, -SCH₂CH₃, phenyl, or benzyl;

15 R¹² is selected from the group: H;

C₁-C₄ alkyl substituted with 0-2 R^{12a};

6-10 member aryl substituted with 0-3 R^{12a}; and

5-10 membered heterocyclic ring system consisting of
carbon atoms and 1-4 heteroatoms selected from the
group: O, S, and N; optionally saturated, partially
unsaturated or unsaturated; said 5-10 membered
heterocyclic ring system is substituted with 0-2
R^{12a};

20 25 R^{12a} is independently selected from the group: -NO₂;
halogen; haloalkyl; carboxyl; carboxy(lower alkyl);
-OR¹⁴; -SR¹⁴; -NR¹⁴R¹⁵; -C(=O)NR¹⁴R¹⁵; -NR¹⁴C(=O)R¹⁵;
C₁-C₄ alkyl; phenyl; and

30 35 5-6 membered heterocyclic ring system consisting of
carbon atoms and 1-4 heteroatoms selected from the
group: O, S, and N; optionally saturated, partially
unsaturated or unsaturated;

R¹⁴ and R¹⁵ are independently selected from the group: H,
methyl, and ethyl; and

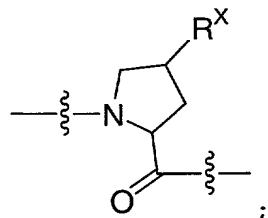
R¹⁶ is a bond, -O- or -S-.

5 7. A compound of Claim 6, or a stereoisomer or a
pharmaceutically acceptable salt form or prodrug thereof,
wherein:

10 W is pinanediol boronic ester;

A is A²-A³-A⁴, A²-A³-A⁴-A⁵, or A²-A³-A⁴-A⁵-A⁶;

15 A² is Ala, Arg, Asn, Asp, Cys, Gln, Glu, Gly, His, Hyp,
Ile, Leu, Lys, Met, Phe, Pro, Ser, Thr, Trp, Tyr, Val,
Abu, Asp(OMe), Glu(OMe), Hyp(OMe), Asp(O^tBu),
Glu(O^tBu), Hyp(O^tBu), Thr(O^tBu), Asp(OBzl), Glu(OBzl),
Hyp(OBzl), Thr(OBzl), cyclohexylalanine, or



20 A³, A⁴, A⁵, and A⁶ are independently selected from an amino acid residue wherein said amino acid residue, at each occurrence, is independently selected from the group:

Ala, Arg, Asn, Asp, Cys, Gln, Glu, Gly, His, Hyp, Ile,
Leu, Lys, Met, Phe, Pro, Ser, Thr, Trp, Tyr, Val,

Asp(OMe), Glu(OMe), Hyp(OMe), Asp(O^tBu), Gla;

Glu(O^tBu), Hyp(O^tBu), Thr(O^tBu), Asp(OBzl), Glu(OBzl),

Hyp(OBzl), Thr(OBzl), cyclohexylglycine,

cyclohexylalanine, cyclohexylglycine,

30 cyclopropylglycine, t-butylglycine, phenylglycine, and

3,3-diphenylalanine;

R¹ is -CH₂CH₂-R^{1a} or -CH₂CH₂CH₂CH₂-R^{1a};

5 R^{1a} is selected from the group: phenyl, 2-naphthyl, 2-methylphenyl, 3-methylphenyl, 4-methylphenyl, 4-(1,1'-biphenyl)-, 2,5-dimethylphenyl, 2,4-dimethylphenyl, 3-CF₃-phenyl, 4-CF₃-phenyl, 2-F-phenyl, 3-F-phenyl, 4-F-phenyl, 4-Cl-phenyl, 4-Br-phenyl, 4-phenoxyphenyl, 10 4-isopropylphenyl, 4-cyclohexylphenyl, 4-tBu-phenyl, 4-methoxyphenyl, 2,6-diF-phenyl, 4-hydroxy-phenyl, (4-methoxyphenoxy)phenyl, methyl, ethyl, propyl, i-propyl, n-butyl, i-butyl, and cyclobutyl;

15 R^X is H or $-(CH_2)_m-R^{16}-(CH_2)_n-R^{12}$;

m and n are independently selected from 0 or 1;

20 R^2 is H or methyl;

25 R^3 is H, methyl, ethyl propyl, butyl, phenyl, benzyl, $-C(=O)R^{11}$, $-CO_2R^{11}$, $-C(=O)NHR^{11}$ or acetyl;

30 R^{11} is C₁-C₄ alkyl substituted with 0-1 R^{11a} , phenyl substituted with 0-2 R^{11b} , or 5-6 membered heterocyclic ring system consisting of carbon atoms and 1-4 heteroatoms selected from the group: O, S, and N; optionally saturated, partially unsaturated or unsaturated; said 5-6 membered heterocyclic ring system is substituted with 0-2 R^{11b} ;

35 R^{11a} is methyl, ethyl propyl, butyl, F, Cl, Br, Cl, -OH, $-OCH_3$, -SH, $-SCH_3$, $-NH_2$, $-NHCH_3$, $-N(CH_3)_2$, phenyl, or a 5-6 membered heterocyclic ring system containing 1, 2 or 3 heteroatoms selected from nitrogen, oxygen and sulfur;

R^{11b} is $-NO_2$, $-NH_2$, $-SO_3H$, $-SO_2CH_3$, $-CO_2H$, $-CF_3$, $-OH$, $-SH$,

5 -OCF₃, Cl, Br, I, F, =O, methyl, ethyl, propyl, butyl,
-OCH₃, -OCH₂CH₃, -SCH₃, -SCH₂CH₃, phenyl, or benzyl;

R¹² is selected from the group: H;
C₁-C₄ alkyl substituted with 0-2 R^{12a};
10 6-10 member aryl substituted with 0-3 R^{12a}; and
5-10 membered heterocyclic ring system consisting of
carbon atoms and 1-4 heteroatoms selected from the
group: O, S, and N; optionally saturated, partially
unsaturated or unsaturated; said 5-10 membered
15 heterocyclic ring system is substituted with 0-2
R^{12a};

R^{12a} is independently selected from the group: -NO₂;
halogen; haloalkyl; carboxyl; carboxy(lower alkyl);
20 -OR¹⁴; -SR¹⁴; -NR¹⁴R¹⁵; -C(=O)NR¹⁴R¹⁵; -NR¹⁴C(=O)R¹⁵;
C₁-C₄ alkyl; phenyl; and
5-6 membered heterocyclic ring system consisting of
carbon atoms and 1-4 heteroatoms selected from the
group: O, S, and N; optionally saturated, partially
25 unsaturated or unsaturated;

R¹⁴ and R¹⁵ are independently selected from the group: H,
methyl, and ethyl; and

30 R¹⁶ is a bond, -O- or -S-.

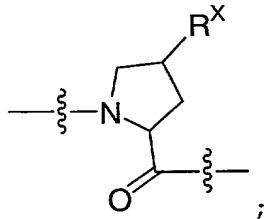
8. A compound of Claim 7, or a stereoisomer or a
pharmaceutically acceptable salt form or prodrug thereof,
wherein:

35 W is pinanediol boronic ester;

A is A²-A³-A⁴, A²-A³-A⁴-A⁵, or A²-A³-A⁴-A⁵-A⁶;

5 A² is Ala, Arg, Asn, Asp, Cys, Gln, Glu, Gly, His, Hyp,
Ile, Leu, Lys, Met, Phe, Pro, Ser, Thr, Trp, Tyr, Val,
Abu, Asp(OMe), Glu(OMe), Hyp(OMe), Asp(O^tBu),
Glu(O^tBu), Hyp(O^tBu), Thr(O^tBu), Asp(OBzl), Glu(OBzl),
Hyp(OBzl), Thr(OBzl), cyclohexylalanine, or

10



15 A³, A⁴, A⁵, and A⁶ are independently selected from an amino acid residue wherein said amino acid residue, at each occurrence, is independently selected from the group:
Ala, Arg, Asn, Asp, Cys, Gln, Glu, Gly, His, Hyp, Ile, Leu, Lys, Met, Phe, Pro, Ser, Thr, Trp, Tyr, Val, Asp(OMe), Glu(OMe), Hyp(OMe), Asp(O^tBu), Gla; Glu(O^tBu), Hyp(O^tBu), Thr(O^tBu), Asp(OBzl), Glu(OBzl), Hyp(OBzl), Thr(OBzl), cyclohexylglycine, cyclohexylalanine, cyclohexylglycine, cyclopropylglycine, t-butylglycine, phenylglycine, and 3,3-diphenylalanine;

25 R¹ is -CH₂CH₂-R^{1a} or -CH₂CH₂CH₂CH₂-R^{1a};

30 R^{1a} is selected from the group: phenyl, 2-naphthyl, 2-methylphenyl, 3-methylphenyl, 4-methylphenyl, 4-(1,1'-biphenyl)-, 2,5-dimethylphenyl, 2,4-dimethylphenyl, 3-CF₃-phenyl, 4-CF₃-phenyl, 2-F-phenyl, 3-F-phenyl, 4-F-phenyl, 4-Cl-phenyl, 4-Br-phenyl, 4-phenoxyphenyl, 4-isopropylphenyl, 4-cyclohexylphenyl, 4-tBu-phenyl, 4-methoxyphenyl, 2,6-diF-phenyl, 4-hydroxy-phenyl, (4-methoxyphenoxy)phenyl, methyl, ethyl, propyl, i-propyl, n-butyl, i-butyl, and cyclobutyl;

5 R^X is H or benzoxy;

R^2 is H;

R^3 is H, $-C(=O)R^{11}$ or acetyl;

10

R^{11} is 5-6 membered heterocyclic ring system consisting of carbon atoms and 1-4 heteroatoms selected from the group: O, S, and N; optionally saturated, partially unsaturated or unsaturated; said 5-6 membered heterocyclic ring system is substituted with 0-2 R^{11b} ; and

15

R^{11b} is $-NO_2$, $-NH_2$, $-SO_3H$, $-SO_2CH_3$, $-CO_2H$, $-CF_3$, $-OH$, $-SH$, $-OCF_3$, Cl, Br, F, methyl, ethyl, propyl, butyl, $-OCH_3$, 20 or $-OCH_2CH_3$.

20

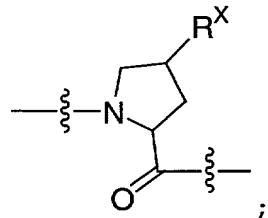
9. A compound of Claim 7, or a stereoisomer or a pharmaceutically acceptable salt form or prodrug thereof, wherein:

25

W is pinanediol boronic ester;

A is $A^2-A^3-A^4$, $A^2-A^3-A^4-A^5$, or $A^2-A^3-A^4-A^5-A^6$;

30 A^2 is Pro, Leu, Asp, Abu, Val, cyclohexylalanine, or



35 A^3 is Val, Glu, Ile, Thr, cyclohexylglycine, or cyclohexylalanine;

5 A⁴ is Val, Ile, Leu, cyclohexylglycine, cyclopropylglycine, t-butylglycine, phenylglycine, or 3,3-diphenylalanine;

A⁵ is Asp, Glu, Val, Ile, t-butylglycine or Gla;

10 A⁶ is Asp or Glu;

R¹ is -CH₂CH₂-R^{1a} or -CH₂CH₂CH₂CH₂-R^{1a};

15 R^{1a} is selected from the group: phenyl, 2-naphthyl, 2-methylphenyl, 3-methylphenyl, 4-methylphenyl, 4-(1,1'-biphenyl)-, 2,5-dimethylphenyl, 2,4-dimethylphenyl, 3-CF₃-phenyl, 4-CF₃-phenyl, 2-F-phenyl, 3-F-phenyl, 4-F-phenyl, 4-Cl-phenyl, 4-Br-phenyl, 4-phenoxyphenyl, 4-isopropylphenyl, 4-cyclohexylphenyl, 4-tBu-phenyl, 20 4-methoxyphenyl, 2,6-diF-phenyl, 4-hydroxy-phenyl, (4-methoxyphenoxy)phenyl, methyl, ethyl, propyl, i-propyl, n-butyl, i-butyl, and cyclobutyl;

25 R^X is H or -(CH₂)_m-R¹⁶-(CH₂)_n-R¹²;

m and n are independently selected from 0 or 1;

30 R² is H or methyl;

R³ is H, methyl, ethyl propyl, butyl, phenyl, benzyl, -C(=O)R¹¹, -CO₂R¹¹, -C(=O)NHR¹¹ or acetyl;

35 R¹¹ is C₁-C₄ alkyl substituted with 0-1 R^{11a}, phenyl substituted with 0-2 R^{11b}, or

5-6 membered heterocyclic ring system consisting of carbon atoms and 1-4 heteroatoms selected from the group: O, S, and N; optionally saturated, partially unsaturated or unsaturated; said 5-6 membered heterocyclic ring system is substituted with 0-2 R^{11b};

R^{11a} is methyl, ethyl propyl, butyl, F, Cl, Br, Cl, -OH, -OCH₃, -SH, -SCH₃, -NH₂, -NHCH₃, -N(CH₃)₂, phenyl, or a 5-6 membered heterocyclic ring system containing 1, 2 or 3 heteroatoms selected from nitrogen, oxygen and sulfur;

10

R^{11b} is -NO₂, -NH₂, -SO₃H, -SO₂CH₃, -CO₂H, -CF₃, -OH, -SH, -OCF₃, Cl, Br, I, F, =O, methyl, ethyl, propyl, butyl, -OCH₃, -OCH₂CH₃, -SCH₃, -SCH₂CH₃, phenyl, or benzyl;

15

R¹² is selected from the group: H;

C₁-C₄ alkyl substituted with 0-2 R^{12a};

6-10 member aryl substituted with 0-3 R^{12a}; and

20 5-10 membered heterocyclic ring system consisting of carbon atoms and 1-4 heteroatoms selected from the group: O, S, and N; optionally saturated, partially unsaturated or unsaturated; said 5-10 membered heterocyclic ring system is substituted with 0-2 R^{12a};

25

R^{12a} is independently selected from the group: -NO₂; halogen; haloalkyl; carboxyl; carboxy(lower alkyl); -OR¹⁴; -SR¹⁴; -NR¹⁴R¹⁵; -C(=O)NR¹⁴R¹⁵; -NR¹⁴C(=O)R¹⁵; C₁-C₄ alkyl; phenyl; and

30

5-6 membered heterocyclic ring system consisting of carbon atoms and 1-4 heteroatoms selected from the group: O, S, and N; optionally saturated, partially unsaturated or unsaturated;

35

R¹⁴ and R¹⁵ are independently selected from H, methyl, or ethyl; and

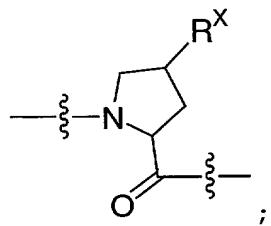
R¹⁶ is a bond, -O- or -S-.

5 10. A compound of Claim 9, or a stereoisomer or a
pharmaceutically acceptable salt form or prodrug thereof,
wherein:

10 W is pinanediol boronic ester;

A is $A^2-A^3-A^4$, $A^2-A^3-A^4-A^5$, or $A^2-A^3-A^4-A^5-A^6$;

A^2 is Pro, Leu, Asp, Abu, Val, cyclohexylalanine, or



A^3 is Val, Glu, Ile, Thr, cyclohexylglycine, or
cyclohexylalanine;

20 A^4 is Val, Ile, Leu, cyclohexylglycine, cyclopropylglycine,
t-butylglycine, phenylglycine, or 3,3-diphenylalanine;

A^5 is Asp, Glu, Val, Ile, t-butylglycine or Gla;

25 A^6 is Asp or Glu;

R^1 is $-CH_2CH_2-R^{1a}$ or $-CH_2CH_2CH_2CH_2-R^{1a}$;

30 R^{1a} is selected from the group: phenyl, 2-naphthyl, 2-
methylphenyl, 3-methylphenyl, 4-methylphenyl, 4-(1,1'-
biphenyl)-, 2,5-dimethylphenyl, 2,4-dimethylphenyl,
3-CF₃-phenyl, 4-CF₃-phenyl, 2-F-phenyl, 3-F-phenyl,
4-F-phenyl, 4-Cl-phenyl, 4-Br-phenyl, 4-phenoxyphenyl,
4-isopropylphenyl, 4-cyclohexylphenyl, 4-tBu-phenyl,
35 4-methoxyphenyl, 2,6-diF-phenyl, 4-hydroxy-phenyl,
(4-methoxyphenoxy)phenyl, methyl, ethyl, propyl,

5 i-propyl, n-butyl, i-butyl, and cyclobutyl;
R^X is H or benzoxy;
R² is H;
10 R³ is H, -C(=O)R¹¹ or acetyl;
R¹¹ is 5-6 membered heterocyclic ring system consisting of
carbon atoms and 1-4 heteroatoms selected from the
15 group: O, S, and N; optionally saturated, partially
unsaturated or unsaturated; said 5-6 membered
heterocyclic ring system is substituted with 0-2 R^{11b};
and
20 R^{11b} is -NO₂, -NH₂, -SO₃H, -SO₂CH₃, -CO₂H, -CF₃, -OH, -SH,
-OCF₃, Cl, Br, F, methyl, ethyl, propyl, butyl, -OCH₃,
or -OCH₂CH₃.
25 11. A compound of Claim 1, or a stereoisomer or a
pharmaceutically acceptable salt form or prodrug
thereof, selected from:
H-Asp-Glu-Val-Val-Pro-(1R)-1-amino-3-phenylpropylboronic
acid (+)-pinanediol ester;
30 H-Asp-Glu-Val-Val-Pro-(1R)-1-amino-4-phenylbutylboronic
acid (+)-pinanediol ester;
35 H-Asp-Glu-Val-Val-Pro-(1R)-1-amino-5-phenylpentylboronic
acid (+)-pinanediol ester;
H-Asp-Glu-Val-Val-Pro-(1R)-1-amino-3-(2-
naphthyl)propylboronic acid (+)-pinanediol ester;
40 H-Asp-Glu-Val-Val-Pro-(1R)-1-amino-3-(2-
methyl)phenylpropylboronic acid (+)-pinanediol ester;

5

H-Asp-Glu-Val-Val-Pro-(1*R*)-1-amino-3-(3-methyl)phenylpropylboronic acid (+)-pinanediol ester;

10

H-Asp-Glu-Val-Val-Pro-(1*R*)-1-amino-3-(4-methyl)phenylpropylboronic acid (+)-pinanediol ester;

H-Asp-Glu-Val-Val-Pro-(1*R*)-1-amino-3-(1,1'-biphenyl)-4-ylpropylboronic acid (+)-pinanediol ester;

15

H-Asp-Glu-Val-Val-Pro-(1*R*)-1-amino-3-(2,5-dimethyl)phenylpropylboronic acid (+)-pinanediol ester;

H-Asp-Glu-Val-Val-Pro-(1*R*)-1-amino-3-(2,4-dimethyl)phenylpropylboronic acid (+)-pinanediol ester;

20

H-Asp-Glu-Val-Val-Pro-(1*R*)-1-amino-3-(4-trifluoromethyl)phenylpropylboronic acid (+)-pinanediol ester;

25

H-Asp-Glu-Val-Val-Pro-(1*R*)-1-amino-3-(3-trifluoromethyl)phenylpropylboronic acid (+)-pinanediol ester;

30

H-Asp-Glu-Val-Val-Pro-(1*R*)-1-amino-3-(4-fluoro)phenylpropylboronic acid (+)-pinanediol ester;

H-Asp-Glu-Val-Val-Pro-(1*R*)-1-amino-3-(4-phenoxy)phenylpropylboronic acid (+)-pinanediol ester;

35

H-Asp-Glu-Val-Val-Pro-(1*R*)-1-amino-3-(4-isopropyl)phenylpropylboronic acid (+)-pinanediol ester;

40

H-Asp-Glu-Val-Val-Pro-(1*R*)-1-amino-3-(4-cyclohexyl)phenylpropylboronic acid (+)-pinanediol ester;

5 H-Asp-Glu-Val-Val-Pro-(1*R*)-1-amino-3-(4-*tert*-
butyl)phenylpropylboronic acid (+)-pinanediol ester;

10 H-Asp-Glu-Val-Val-Pro-(1*R*)-1-amino-3-(4-
methoxy)phenylpropylboronic acid (+)-pinanediol ester;

15 H-Asp-Glu-Val-Val-Pro-(1*R*)-1-amino-3-(4-
chloro)phenylpropylboronic acid (+)-pinanediol ester;

20 H-Asp-Glu-Val-Val-Pro-(1*R*)-1-amino-3-(4-
bromo)phenylpropylboronic acid (+)-pinanediol ester;

25 H-Asp-Glu-Val-Val-Pro-(1*R*)-1-amino-3-(2-
fluoro)phenylpropylboronic acid (+)-pinanediol ester;

30 H-Asp-Glu-Val-Val-Pro-(1*R*)-1-amino-3-(3-
fluoro)phenylpropylboronic acid (+)-pinanediol ester;

35 H-Asp-Glu-Val-Val-Pro-(1*R*)-1-amino-3-(2,6-
difluoro)phenylpropylboronic acid (+)-pinanediol ester;

40 H-Asp-Glu-Val-Val-Pro-(1*R*)-1-amino-3-(4-
hydroxy)phenylpropylboronic acid (+)-pinanediol ester;

H-Asp-Glu-Val-Val-Pro-(1*R*)-1-aminohexylboronic acid (+)-
pinanediol ester;

H-Asp-Glu-Val-Val-Pro-(1*R*)-1-amino-5-methylhexylboronic
acid (+)-pinanediol ester;

H-Asp-Glu-Val-Val-Pro-(1*R*)-1-aminoheptylboronic acid
(+)-pinanediol ester;

H-Asp-Glu-Val-Val-Pro-(1*R*)-1-amino-4-
cyclobutylbutylboronic acid (+)-pinanediol ester; and

5 H-Asp-Glu-Val-Val-Pro-(1*R*)-1-amino-5-ethylheptylboronic acid (+)-pinanediol ester.

12. A compound of Claim 1 selected from:

10 Ac-Val-Pro-(1*R*)-1-amino-3-phenylpropylboronic acid (+)-pinanediol ester;

Ac-Val-Pro-(1*R*)-1-amino-3-(4-trifluoromethyl)phenyl propylboronic acid (+)-pinanediol ester;

15 Ac-Val-Pro-(1*R*)-1-amino-3-(4-phenoxy)phenylpropylboronic acid (+)-pinanediol ester;

20 Ac-Val-Pro-(1*R*)-1-amino-3-(4-hydroxy)phenylpropylboronic acid (+)-pinanediol ester;

Ac-Val-Pro-(1*R*)-1-amino-3-(4-(4-methoxyphenoxy)phenyl) propylboronic acid (+)-pinanediol ester;

25 Ac-Val-Pro-(1*R*)-1-amino-3-(4-(4-methylphenoxy)phenyl) propylboronic acid (+)-pinanediol ester; and

30 (2-pyrazinecarbonyl)-Val-Val-Hyp(OBn)-(1*R*)-1-amino-3-(4-trifluoromethyl)phenylpropylboronic acid (+)-pinanediol ester.

13. A pharmaceutical composition comprising a pharmaceutically acceptable carrier and a therapeutically effective amount of a compound of one of Claim 1 or a pharmaceutically acceptable salt form or prodrug thereof.

14. A method of treating a viral infection which comprises administering to a host in need of such treatment a therapeutically effective amount of a compound of one of Claim 1 or a pharmaceutically acceptable salt form or prodrug thereof.

15. A method of treating HCV infection which comprises
administering to a host in need of such treatment a
therapeutically effective amount of a compound of one of
Claim 1 or a pharmaceutically acceptable salt form or
10 prodrug thereof.